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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

Chapter 11

Motors Liquidation Company, *et. al.*

Case No. 09-50026 (REG)

Debtors.

Jointly Administered

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that Richard E. Kruger of Jaffe, Raitt, Heuer, & Weiss, P.C., requests that his name be added to the Electronic Case Filing lists maintained by the Clerk in the above-captioned Chapter 11 case as counsel to the BMW Group. The BMW Group includes the following entities: Bayerische Motoren Werke Aktiengesellschaft (BMW AG), BMW Technology Corporation (f/k/a BMW Hybrid Technology Corporation), BMW of North America, LLC, BMW Manufacturing Co., LLC and BMW Financial Services NA, LLC.

All paper notices and papers filings served by any party relative to the BMW Group should be served upon BMW Group via Jaffe at the address set forth below in accordance with

Fed. R. Bankr. Pro. 2002, 3017, and 9007, and Sections 342 and 1109(b) of the Bankruptcy Code.

PLEASE TAKE NOTICE that neither this Notice of Appearance and Request for Service of Papers (this “Notice”) nor any later appearance, pleading, proof of claim, claim or suit shall constitute a waiver of (i) the right to have final orders in non-core matters entered only after de novo review by a District Judge, (ii) the right to trial by jury in any proceeding related to these Chapter 11 cases or any case, controversy, or proceeding related to these Chapter 11 cases; (iii) the right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, (iv) any objection to the jurisdiction of this Bankruptcy Court for any purpose other than with respect to this Notice, (v) an election of remedy, or (vi) any other rights, claims, actions, defenses, setoffs, or recoupments as appropriate, in law or in equity, under any agreements, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Respectfully submitted:

Jaffe, Raitt, Heuer, & Weiss, P.C.

/s/ Richard E. Kruger
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